

Exhibit E- 2 (Part 1)



Dion W. Hayes
804.775.1144

One James Center
901 East Cary Street
Richmond, VA 23219-4030

October 9, 2009

REMITTANCE COPY
PLEASE RETURN WITH PAYMENT
DIRECT ACCOUNTING INQUIRIES TO (804) 775-1601 or (800) 775-2202

INVOICE NO. 91188407

Circuit City Stores, Inc.
4951 Lake Brook Drive
Glen Allen, VA 23060

TAX ID NO. 54-0505857

JOINT GROUP #2055557

Balance Forward from Prior Invoices: \$149,769.34
(IF BALANCE FORWARD PREVIOUSLY PAID, PLEASE DISREGARD)

Current Invoice:
Current Fees: \$308,797.50
Current Disbursements: \$7,470.68
Current Invoice Total: \$316,268.18

Total Balance Due: \$466,037.52

PLEASE REMIT PAYMENT TO THE FOLLOWING ADDRESS:

McGuireWoods LLP
Attn: Accounts Receivable
901 E. Cary Street
Richmond, VA 23219-4030

PAYMENT IN FULL IS DUE UPON PRESENTATION



Dion W. Hayes
804.775.1144

One James Center
901 East Cary Street
Richmond, VA 23219-4030

October 9, 2009

Circuit City Stores, Inc.
4951 Lake Brook Drive
Glen Allen, VA 23060

Bill Through: 09/30/09

INVOICE NO. 91188407

TAX ID NO. 54-0505857

FOR PROFESSIONAL SERVICES RENDERED AND EXPENSES INCURRED:

Re: General Case Administration

Our File No. 2055557-0010
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

09/01/09	Finalize and file multiple affidavits of service and e-mails with KCC regarding same Sarah B. Boehm .50 hours at 450.00 per hour.	\$225.00
09/01/09	Correspondence with parties regarding status of case and updates regarding status and related issues Daniel F. Blanks 1.20 hours at 375.00 per hour.	\$450.00
09/01/09	Review orders entered by court and correspond with debtors' professionals and court personnel regarding entry of orders Bryan A. Stark 1.40 hours at 295.00 per hour.	\$413.00
09/01/09	Telephone call to bankruptcy court regarding certified copies of sale orders (.4); obtain order copies from court and verify certification (1.2) Karen B. Cain 1.60 hours at 195.00 per hour.	\$312.00

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09/02/09	Finalize and file affidavits of service and e-mails regarding same Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
09/02/09	E-mails with debtors' professionals regarding filing responses to claim objection in Mercedes Home bankruptcy cases and analyze issues regarding same (.4); multiple telephone conferences and e-mails with parties regarding bankruptcy cases and related issues and analyze issues regarding same and review material regarding same (1.5); e-mails with KCC regarding service of orders and other case management issues and analyze issues regarding same (.5) Daniel F. Blanks 2.40 hours at 375.00 per hour.	\$900.00
09/02/09	Work on chart of items under consideration at multiple omnibus hearings Karen B. Cain 3.20 hours at 195.00 per hour.	\$624.00
09/03/09	Finalize and file multiple affidavits of service Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
09/03/09	E-mails and telephone conferences with parties regarding bankruptcy cases and related issues and analyze issues regarding same Daniel F. Blanks 1.30 hours at 375.00 per hour.	\$487.50
09/03/09	Review and prepare responses to garnishments, subpoenas, etc. Linda J. Neilson 2.30 hours at 185.00 per hour.	\$425.50
09/03/09	Research bankruptcy court docket (1.6); prepare omnibus hearing item analysis charts (1.8) Karen B. Cain 3.40 hours at 195.00 per hour.	\$663.00
09/04/09	Multiple telephone conferences with parties regarding bankruptcy cases and related issues and analyze issues regarding same Daniel F. Blanks .60 hours at 375.00 per hour.	\$225.00
09/04/09	Review and prepare responses to requests for garnishments, subpoenas, etc. Linda J. Neilson 2.60 hours at 185.00 per hour.	\$481.00
09/08/09	Review and prepare responses to garnishments, subpoenas and complaints Linda J. Neilson 1.80 hours at 185.00 per hour.	\$333.00

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09/09/09	Multiple telephone conferences with parties in interest regarding bankruptcy cases and related issues Daniel F. Blanks 1.10 hours at 375.00 per hour.	\$412.50
09/10/09	Prepare documents for hearing on 9/16/2009 (.7); review docket, retrieve and organize objections and responses to disclosure statement (1.0) Linda J. Neilson 1.70 hours at 185.00 per hour.	\$314.50
09/10/09	Research bankruptcy court docket and court calendar for omnibus hearing items (.7); e-mail to and from professionals regarding same (.4) Karen B. Cain 1.10 hours at 195.00 per hour.	\$214.50
09/11/09	Review agenda for 9/22/2009 hearing Linda J. Neilson .50 hours at 185.00 per hour.	\$92.50
09/11/09	Research omnibus hearing transcripts regarding twenty-fifth objection Karen B. Cain .90 hours at 195.00 per hour.	\$175.50
09/14/09	Multiple calls and e-mails regarding agenda and analyze issues regarding same Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
09/14/09	Review and analyze agenda, file with court and arrange for service Bryan A. Stark .30 hours at 295.00 per hour.	\$88.50
09/14/09	Review and revise 9/16/09 hearing agenda (1.2); prepare documents for 9/16/09 hearing (.9) Linda J. Neilson 2.10 hours at 185.00 per hour.	\$388.50
09/15/09	Prepare documents for 9/16/09 hearing Linda J. Neilson .60 hours at 185.00 per hour.	\$111.00
09/16/09	Prepare status report for court regarding Gentry Linda J. Neilson .50 hours at 185.00 per hour.	\$92.50
09/17/09	Review docket and retrieve objections to disclosure statement (.7); prepare documents for 9/22/2009 hearing (2.3) Linda J. Neilson 3.00 hours at 185.00 per hour.	\$555.00
09/18/09	Review for comments and file notice of agenda for September 22nd hearing Bryan A. Stark .80 hours at 295.00 per hour.	\$236.00

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09/18/09	Review and revise agenda and exhibit for filing (2.1); prepare documents for 9/22/2009 hearing (2.1)	Linda J. Neilson	4.20 hours at 185.00 per hour.	\$777.00
09/19/09	Prepare documents for 9/22/2009 hearing	Linda J. Neilson	3.00 hours at 185.00 per hour.	\$555.00
09/21/09	Review and revise agenda and prepare for omnibus hearing on disclosure statement, claims objection and voting/solicitation procedures motions	Douglas M. Foley	1.80 hours at 550.00 per hour.	\$990.00
09/21/09	Multiple telephone conferences and e-mails with parties regarding September 22, 2009 omnibus hearing and related issues	Daniel F. Blanks	1.70 hours at 375.00 per hour.	\$637.50
09/21/09	Review and revise 9/22/2009 hearing agenda	Linda J. Neilson	.40 hours at 185.00 per hour.	\$74.00
09/21/09	Prepare revisions to omnibus agenda	Karen B. Cain	.90 hours at 195.00 per hour.	\$175.50
09/22/09	Review, revise, update agenda, prepare for and participate in omnibus hearing on status of claim objections and related matters	Douglas M. Foley	1.70 hours at 550.00 per hour.	\$935.00
09/22/09	Revise agenda for September 22, 2009 omnibus hearing and review materials regarding same (1.1); multiple telephone conferences and e-mails with parties regarding bankruptcy case and other related issues (1.3)	Daniel F. Blanks	2.40 hours at 375.00 per hour.	\$900.00
09/22/09	Work on court exhibits (3.9); assist with omnibus hearing preparations (2.1); omnibus hearing (1.5)	Karen B. Cain	7.50 hours at 195.00 per hour.	\$1,462.50
09/28/09	Analyze issues and e-mails regarding additional omnibus hearing dates	Sarah B. Boehm	.40 hours at 450.00 per hour.	\$180.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$550.00	3.5	\$1,925.00
Sarah B. Boehm	\$450.00	1.9	\$855.00
Daniel F. Blanks	\$375.00	10.7	\$4,012.50
Bryan A. Stark	\$295.00	2.5	\$737.50
Karen B. Cain	\$195.00	18.6	\$3,627.00

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Linda J. Neilson	\$185.00	22.7	\$4,199.50
TOTAL FEES		59.9	\$15,356.50

Re: Restructuring and General Strategy

Our File No. 2055557-0020
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

09/02/09 Telephone calls with client and board regarding plan and disclosure statement process and review board deck regarding same and e-mails with debtors professionals regarding same
Douglas M. Foley 1.80 hours at 550.00 per hour. \$990.00

09/21/09 Participate in board call to discuss status of disclosure statement issues
Douglas M. Foley .70 hours at 550.00 per hour. \$385.00

09/22/09 Meetings with client and debtors professionals regarding strategy for transition through confirmation and review presentation to UCC regarding same
Douglas M. Foley 1.20 hours at 550.00 per hour. \$660.00

09/23/09 Review slide presentation, prepare for and attend meeting with client, debtors professionals, committee professionals and post-confirmation liquidating trustee regarding general case update and specifics regarding information flow and transition through confirmation
Douglas M. Foley 5.70 hours at 550.00 per hour. \$3,135.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$550.00	9.4	\$5,170.00
TOTAL FEES		9.4	\$5,170.00

Re: Monthly Operating Reports

Our File No. 2055557-0060
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

09/14/09 E-mails with in-house parties and FTI regarding monthly operating report and related issues
Daniel F. Blanks .40 hours at 375.00 per hour. \$150.00

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09/15/09 Review and file monthly operating report
Daniel F. Blanks .40 hours at 375.00 per hour. \$150.00

09/23/09 E-mails with United States Trustee and client
regarding monthly operating report
Daniel F. Blanks .50 hours at 375.00 per hour. \$187.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Daniel F. Blanks	\$375.00	1.3	\$487.50
TOTAL FEES		1.3	\$487.50

Re: Professional Retention/Fee Applications

Our File No. 2055557-0070
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

09/01/09 E-mails with debtors' professionals and case
administrator regarding Ernst & Young expansion
order
Daniel F. Blanks .50 hours at 375.00 per hour. \$187.50

09/02/09 Analyze issues regarding third interim fee
applications
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

09/04/09 Analyze and revise monthly fee statement (.9);
file ordinary course professional affidavit and
e-mails with KCC regarding service (.3);
e-mails regarding interim fee applications (.3)
Sarah B. Boehm 1.50 hours at 450.00 per hour. \$675.00

09/08/09 E-mails regarding McGuireWoods' third interim
fee application (.2); multiple calls and
e-mails regarding order granting Groom
employment application and analyze issues
regarding same (.2)
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

09/09/09 Draft correspondence and finalize monthly fee
statement
Sarah B. Boehm .80 hours at 450.00 per hour. \$360.00

09/10/09 Draft and revise McGuireWoods' third interim
fee application, analyze documents and multiple
calls and e-mails regarding same and all
debtors' professionals fee applications
Sarah B. Boehm 3.80 hours at 450.00 per hour. \$1,710.00

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09/10/09 E-mails with debtors' professionals regarding
monthly fee statements and fee applications
Daniel F. Blanks .50 hours at 375.00 per hour. \$187.50

09/11/09 Draft and revise McGuireWoods' third interim
fee application and multiple calls and e-mails
with debtors' professionals regarding fee
applications
Sarah B. Boehm 2.60 hours at 450.00 per hour. \$1,170.00

09/14/09 Review fee applications and e-mails regarding
same and filing
Douglas M. Foley 1.90 hours at 550.00 per hour. \$1,045.00

09/14/09 Draft, revise, finalize and file third interim
fee applications and notices for all of
debtors' professionals and multiple calls and
e-mails with professionals regarding same
Sarah B. Boehm 5.80 hours at 450.00 per hour. \$2,610.00

09/14/09 Review, revise and file applications for
compensation for debtors' professionals
Daniel F. Blanks 1.50 hours at 375.00 per hour. \$562.50

09/14/09 Review, prepare and finalize fee applications
for debtors' professionals and file fee
applications
Bryan A. Stark 4.00 hours at 295.00 per hour. \$1,180.00

09/15/09 E-mails with professionals regarding third
interim fee applications
Sarah B. Boehm .30 hours at 450.00 per hour. \$135.00

09/25/09 E-mails regarding monthly fee statements and
timing of same
Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	2.2	\$1,210.00
Sarah B. Boehm	\$450.00	15.6	\$7,020.00
Daniel F. Blanks	\$375.00	2.5	\$937.50
Bryan A. Stark	\$295.00	4.0	\$1,180.00
TOTAL FEES		24.3	\$10,347.50

Re: Automatic Stay
Our File No. 2055557-0090
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

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09/08/09	E-mails with debtors professionals regarding status of lift stay motions and contractor claims relating to mechanics liens Douglas M. Foley .30 hours at 550.00 per hour.	\$165.00
09/08/09	Letters and correspondence with parties regarding suggestions in bankruptcy and violations of the automatic stay and related issues (.7); review and revise consent orders regarding relief from the automatic stay and related issues (.6) Daniel F. Blanks 1.30 hours at 375.00 per hour.	\$487.50
09/15/09	Prepare status reports for stayed bankruptcy proceedings and review material regarding same Daniel F. Blanks .80 hours at 375.00 per hour.	\$300.00
09/16/09	E-mails and review correspondence regarding subpoenas and analyze issues regarding same and correspondence with lawyer's regarding same Daniel F. Blanks 1.10 hours at 375.00 per hour.	\$412.50
09/17/09	Analyze automatic stay effect on removal of other defendants and e-mails regarding same Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
09/17/09	Multiple e-mails and telephone conferences with parties regarding automatic stay and pending actions in lawsuits and related issues Daniel F. Blanks 1.60 hours at 375.00 per hour.	\$600.00
09/23/09	E-mails with in-house parties regarding subpoenas and draft correspondence and other documentation regarding responding to subpoenas and related issues and review pleadings, complaints and other documentation regarding same Daniel F. Blanks 1.70 hours at 375.00 per hour.	\$637.50
09/24/09	Review subpoenas and other correspondence regarding litigation requests and analyze issues regarding same and correspondence regarding same Daniel F. Blanks 1.20 hours at 375.00 per hour.	\$450.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	0.3	\$165.00
Sarah B. Boehm	\$450.00	0.3	\$135.00
Daniel F. Blanks	\$375.00	7.7	\$2,887.50
TOTAL FEES		8.3	\$3,187.50

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Re: Credit Cards

Our File No. 2055557-0110
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

09/01/09	Analyze American Express documents and draft and revise stipulation and telephone conference with in-house team regarding same Sarah B. Boehm .90 hours at 450.00 per hour.	\$405.00
09/02/09	Continue to analyze documents and draft and revise American Express stipulation and multiple calls and e-mails regarding same Sarah B. Boehm .80 hours at 450.00 per hour.	\$360.00
09/03/09	Multiple calls and e-mails regarding American Express stipulation Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
09/04/09	Telephone conference with counsel for American Express, revise stipulation and e-mail to D. Foley Sarah B. Boehm .60 hours at 450.00 per hour.	\$270.00
09/08/09	Revise stipulation and multiple e-mails regarding American Express Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
09/09/09	E-mails regarding American Express stipulation Sarah B. Boehm .20 hours at 450.00 per hour.	\$90.00
09/11/09	Analyze revisions to American Express stipulation, analyze agreements and e-mails regarding same Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
09/15/09	E-mails regarding American Express stipulation Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
09/16/09	Finalize and file notice of American Express settlement and multiple e-mails regarding same Sarah B. Boehm .40 hours at 450.00 per hour.	\$180.00
09/29/09	Multiple e-mails regarding American Express settlement final, withdrawal of claim and release of reserves Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sarah B. Boehm	\$450.00	4.6	\$2,070.00

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TOTAL FEES	4.6	\$2,070.00
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Re: Executory Contracts

Our File No.	2055557-0140
Circuit City Contact	Michelle Mosier
McGuireWoods Contact	Douglas M. Foley

09/01/09 Analyze, revise, finalize and file motion to
approve warranty settlement, motion to shorten
notice and notice of hearing and multiple calls
and e-mails regarding same
Sarah B. Boehm 1.40 hours at 450.00 per hour. \$630.00

09/25/09 Draft, analyze, finalize and file motion to
reject surety bonds and notice of hearing and
multiple e-mails regarding same
Sarah B. Boehm .80 hours at 450.00 per hour. \$360.00

Timekeeper	Rate/HR	Hours	Fees
Sarah B. Boehm	\$450.00	2.2	\$990.00
TOTAL FEES		2.2	\$990.00

Re: Litigation

Our File No.	2055557-0150
Circuit City Contact	Michelle Mosier
McGuireWoods Contact	Douglas M. Foley

09/01/09 E-mails with opposing counsel and client
regarding production of documents and e-mails
and analysis of trust theories by Schementi
construction 2004 motion and claims and
strategy going forward
Douglas M. Foley .40 hours at 550.00 per hour. \$220.00

09/01/09 Research issues regarding preferential
transfers (3.0); receive comments and update
adversary complaint (.5)
Bryan A. Stark 3.50 hours at 295.00 per hour. \$1,032.50

09/02/09 E-mails regarding receipt of Visa/MC settlement
proceeds and timing of same (.2); e-mails
regarding retention of Consor as to flat panel
litigation valuation and e-mails regarding
follow- up on Visa/Master Card lawsuit (.3)
Douglas M. Foley .50 hours at 550.00 per hour. \$275.00

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09/02/09	Research regarding preferences and claim preclusion Erin Q. Ashcroft 3.30 hours at 300.00 per hour.	\$990.00
09/08/09	E-mails with client and debtors professionals regarding collection lawsuits and status of preference analysis Douglas M. Foley .60 hours at 550.00 per hour.	\$330.00
09/08/09	E-mails and calls with D. Blanks and H. Ferguson regarding call with SiriusXM business person Bryan A. Fratkin .30 hours at 490.00 per hour.	\$147.00
09/09/09	Review Sharp agreements and letters Bryan A. Fratkin .70 hours at 490.00 per hour.	\$343.00
09/09/09	Correspond with debtors' professionals regarding status of complaints Bryan A. Stark .60 hours at 295.00 per hour.	\$177.00
09/10/09	E-mails from and to D. Blanks regarding contract with SiriusXM (.2); analysis of settlement discussions (.3) Bryan A. Fratkin .50 hours at 490.00 per hour.	\$245.00
09/11/09	E-mails regarding status of class action litigation for flat screen and Visa/Master Card Douglas M. Foley .40 hours at 550.00 per hour.	\$220.00
09/15/09	Correspond with counsel regarding state court litigation Bryan A. Stark .40 hours at 295.00 per hour.	\$118.00
09/16/09	Review revisions to Consor agreement and meeting with client regarding same Douglas M. Foley .90 hours at 550.00 per hour.	\$495.00
09/16/09	Review proposal regarding Consor and flat screen litigation; conference with J. Marcum and D. Foley regarding same Anne Marie Cushmac 1.00 hours at 490.00 per hour.	\$490.00
09/17/09	E-mails from D. Blanks and D. Foley regarding Sirius XM de-listing Bryan A. Fratkin .10 hours at 490.00 per hour.	\$49.00

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09/17/09	E-mails with in-house counsel regarding subpoenas and related issues and analyze issues regarding same and correspondence with counsel regarding same Daniel F. Blanks 1.40 hours at 375.00 per hour.	\$525.00
09/22/09	Review revised Consor agreement and meeting with client to discuss same Douglas M. Foley .80 hours at 550.00 per hour.	\$440.00
09/22/09	Correspond with debtors' professionals and review files regarding litigation issues Bryan A. Stark 1.00 hours at 295.00 per hour.	\$295.00
09/23/09	Call with client and debtors professionals and e-mails with committee professionals regarding Consor broker agreement and stalking horse purchaser of litigation rights on flat screen litigation Douglas M. Foley .40 hours at 550.00 per hour.	\$220.00
09/23/09	Review revised Consor proposal Anne Marie Cushmac .40 hours at 490.00 per hour.	\$196.00
09/24/09	Review answer and counterclaim and e-mail regarding SiriusXM Bryan A. Fratkin .30 hours at 490.00 per hour.	\$147.00
09/25/09	Review, analyze and file Mondragon reply brief Daniel F. Blanks .80 hours at 375.00 per hour.	\$300.00
09/29/09	E-mails regarding strategy relating to sale of litigation rights and Consor engagement Douglas M. Foley .30 hours at 550.00 per hour.	\$165.00
09/29/09	E-mails to and from D. Blanks regarding answer and counterclaim filed by SiriusXM Bryan A. Fratkin .10 hours at 490.00 per hour.	\$49.00
09/29/09	E-mails with in-house parties and debtors' professionals regarding answer to Sirius XM complaint and analyze issues regarding same and issues regarding counterclaim Daniel F. Blanks 1.10 hours at 375.00 per hour.	\$412.50
09/30/09	Analyze issues relating to litigation rights and call with committee regarding same as to flat panel price fixing lawsuit Douglas M. Foley 1.70 hours at 550.00 per hour.	\$935.00

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09/30/09 Conference with creditors committee counsel
regarding flat screen litigation rights
Anne Marie Cushmac .80 hours at 490.00 per hour. \$392.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	6.0	\$3,300.00
Anne Marie Cushmac	\$490.00	2.2	\$1,078.00
Bryan A. Fratkin	\$490.00	2.0	\$980.00
Daniel F. Blanks	\$375.00	3.3	\$1,237.50
Erin Q. Ashcroft	\$300.00	3.3	\$990.00
Bryan A. Stark	\$295.00	5.5	\$1,622.50
TOTAL FEES		22.3	\$9,208.00

Re: Avoidance Actions

Our File No. 2055557-0160
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

09/02/09 Research issues regarding preference actions,
accounts receivable suits and related issues
Daniel F. Blanks 1.80 hours at 375.00 per hour. \$675.00

09/10/09 Prepare for and conduct communication with
estate representatives regarding avoidance
actions (.6); analyze materials regarding same
(.3)
Joseph S. Sheerin .90 hours at 450.00 per hour. \$405.00

09/14/09 Prepare for and attend teleconference with
Official Committee of Unsecured Creditors
regarding avoidance actions
Joseph S. Sheerin 1.80 hours at 450.00 per hour. \$810.00

Timekeeper	Rate/HR	Hours	Fees
Joseph S. Sheerin	\$450.00	2.7	\$1,215.00
Daniel F. Blanks	\$375.00	1.8	\$675.00
TOTAL FEES		4.5	\$1,890.00

Re: Vendor Matters

Our File No. 2055557-0170
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

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09/04/09 Analyze issues relating to reclamation
creditors rights, procedures and claims
asserting administrative priority regarding
same
Douglas M. Foley .90 hours at 550.00 per hour. \$495.00

09/17/09 E-mails and telephone calls with counsel for
Alliance/SIM and Symantec and Navarre regarding
resolution of claims and offsets and recoupment
and analyze issues regarding same
Douglas M. Foley 1.60 hours at 550.00 per hour. \$880.00

09/30/09 Prepare for and participate in meeting at the
company and analyze vendor litigation claims,
strategy and issues regarding same
Sarah B. Boehm 2.20 hours at 450.00 per hour. \$990.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	2.5	\$1,375.00
Sarah B. Boehm	\$450.00	2.2	\$990.00
TOTAL FEES		4.7	\$2,365.00

Re: Real Estate

Our File No. 2055557-0180
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

09/01/09 Litnia Springs, GA - E-mails to and from M.
Gunlock regarding closing
Edmund S. Pittman .10 hours at 450.00 per hour. \$45.00

09/01/09 Atlanta Service Center - Revise and transmit
executed escrow instruction letter (.3); e-mail
correspondence with I. Fredericks regarding
sale order (.2); e-mail correspondence with M.
Jacobs regarding closing matters (1.2); e-mail
correspondence with D. Miller regarding closing
matters (.3); revise deed to reflect sale order
and transmit same (.2); review revised
settlement statement (.2)
Matthew T. Gunlock 2.40 hours at 290.00 per hour. \$696.00

09/11/09 Kennesaw, GA - Review letter of intent (.2);
e-mails to and from D. Miller (.2); e-mail to
M. Gunlock (.1)
Edmund S. Pittman .50 hours at 450.00 per hour. \$225.00

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09/11/09	Kennesaw, GA - E-mail correspondence with E. Pittman and D. Miller regarding purchase agreement Matthew T. Gunlock .30 hours at 290.00 per hour.	\$87.00
09/14/09	Kennesaw, GA - Telephone call with M. Gunlock regarding bankruptcy provision to be included in purchase contract Edmund S. Pittman .20 hours at 450.00 per hour.	\$90.00
09/14/09	Analyze purchase agreement regarding Kennesaw, GA property and release of bankruptcy claims and multiple e-mails regarding same Sarah B. Boehm .30 hours at 450.00 per hour.	\$135.00
09/14/09	Kennesaw, GA - E-mail correspondence with D. Miller regarding purchase agreement (.2); telephone conference with D. Miller regarding letter of intent and purchase agreement (.2); prepare draft purchase agreement (2.8); review letter of intent in connection with purchase agreement (.5); e-mail correspondence with bankruptcy counsel regarding waivers of claims (.5) Matthew T. Gunlock 4.20 hours at 290.00 per hour.	\$1,218.00
09/15/09	Kennesaw, Georgia - Draft purchase agreement and transmit same to D. Miller (1.1); e-mail correspondence and telephone call with D. Miller regarding revised purchase agreement and sale process (.2); review revised purchase agreement and miscellaneous assets order (1.3); e-mail correspondence with bankruptcy counsel regarding release of claims (.2) Matthew T. Gunlock 2.80 hours at 290.00 per hour.	\$812.00
09/16/09	Telephone conferences and e-mails with parties regarding sale of certain real property and related issues and e-mails and telephone conferences with debtors' professionals regarding same Daniel F. Blanks .90 hours at 375.00 per hour.	\$337.50
09/16/09	Kennesaw, Georgia - Analyze issues regarding sale pursuant to miscellaneous assets order (.8); telephone call with D. Miller regarding purchase agreement (.2); revise draft of purchase agreement and transmit revised draft to purchase's counsel (1.1) Matthew T. Gunlock 2.10 hours at 290.00 per hour.	\$609.00

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09/17/09	Kennesaw, Georgia - E-mail correspondence with purchaser's counsel (.1); review purchaser's comments to purchase agreement (1.0) Matthew T. Gunlock 1.10 hours at 290.00 per hour.	\$319.00
09/18/09	Kennesaw, GA - Review e-mails from M. Gunlock and revise purchase contract Edmund S. Pittman .20 hours at 450.00 per hour.	\$90.00
09/18/09	Telephone call with D. Miller regarding purchase agreement (.2); revise purchase agreement (.8); e-mail correspondence with purchaser's counsel regarding revised purchase agreement (.6); telephone call with purchaser's counsel regarding purchase agreement and bankruptcy sale matters (1.0); review purchaser's additional comments to purchase agreement (.5) Matthew T. Gunlock 3.10 hours at 290.00 per hour.	\$899.00
09/21/09	Kennesaw, GA - E-mail correspondence and telephone call with D. Miller regarding purchaser's comments to purchase agreement (.6); e-mail correspondence with purchaser's counsel regarding purchase agreement (.8); review survey of property (.2); review additional comments to purchase agreement from purchaser's counsel (.8); revise purchase agreement (1.1) Matthew T. Gunlock 3.50 hours at 290.00 per hour.	\$1,015.00
09/22/09	Kennesaw, GA - E-mail correspondence and telephone call with D. Miller regarding purchase agreement (.5); e-mail correspondence and telephone call with purchaser's counsel regarding purchase agreement (.8); review correspondence from title company regarding bankruptcy sale process (.5); review and revise form of owner's affidavit (.8); revise purchase agreement and transmit same (1.2) Matthew T. Gunlock 3.80 hours at 290.00 per hour.	\$1,102.00
09/23/09	Kennesaw, GA - E-mail correspondence with purchaser's counsel regarding purchase agreement and CAM charges (.3); review markup of purchase agreement (.7) Matthew T. Gunlock 1.00 hours at 290.00 per hour.	\$290.00
09/24/09	Kennesaw, GA - Conference with M. Gunlock regarding form of deed/survey legal description Edmund S. Pittman .20 hours at 450.00 per hour.	\$90.00

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09/24/09 Kennesaw, GA - E-mail correspondence with title company and purchaser's counsel regarding purchase agreement and closing deliverables (1.5); telephone call with D. Miller regarding purchase agreement (.2); conference call J. Wagner and D. Miller regarding Taunton CAM charges (.3); telephone call and e-mail correspondence with S. Tarnower regarding deed requirements in Georgia (.2); review Georgia statute addressing deed requirements (.3); revise purchase agreement (.8); review backup materials provided by Cole for Taunton CAM charges (.5)
Matthew T. Gunlock 3.80 hours at 290.00 per hour. \$1,102.00

09/24/09 Conference call with M. Gunlock on Kennesaw, GA sale (.6); review requirements for legal description under Georgia law for Kennesaw land sale (.6)
Susan C. Tarnower 1.20 hours at 350.00 per hour. \$420.00

09/25/09 Telephone call from broker regarding owner information on Colonial Heights location and multiple e-mails regarding same
Sarah B. Boehm .40 hours at 450.00 per hour. \$180.00

09/25/09 Kennesaw, GA - E-mail correspondence with purchaser's counsel and title company regarding purchase agreement, closing deliverables, title and survey matters, sale order and CAM charges (2.3); review legal description prepared by title company (.3); review additional backup materials provided by Cole regarding Taunton, MA (.3)
Matthew T. Gunlock 2.90 hours at 290.00 per hour. \$841.00

09/28/09 Kennesaw, GA - E-mail correspondence with title company regarding legal description (.3); revise purchase agreement and transmit same to D. Miller (1.1); review proposed changes to purchase agreement from purchaser's counsel (.8); review CAM materials regarding Taunton, MA (.3); review miscellaneous assets order regarding purchase agreement revisions (.4)
Matthew T. Gunlock 2.60 hours at 290.00 per hour. \$754.00

09/28/09 E-mail correspondence with L. Sisk regarding metes and bounds legal description
Charlotte C. Barnett .20 hours at 175.00 per hour. \$35.00

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09/29/09 Kennesaw, GA - Telephone call with D. Miller regarding proposed revisions to purchase agreement and Taunton, MA CAM charges (.5); revise purchase agreement (.7); transmit revised draft of purchase agreement and execution instructions (.2); e-mail correspondence and telephone call with purchaser's counsel regarding CAM charges, closing deliverables and miscellaneous assets order (1.6); e-mail correspondence with title company regarding legal description (.2); review proof of claim filed by Cole in bankruptcy proceeding (.5)
Matthew T. Gunlock 3.70 hours at 290.00 per hour. \$1,073.00

09/30/09 Kennesaw, GA - Telephone call with D. Miller regarding closing deliverables (.2); telephone call with bankruptcy counsel regarding miscellaneous assets order (.3); e-mail correspondence with purchaser's counsel regarding revisions to purchase agreement (.5)
Matthew T. Gunlock 1.00 hours at 290.00 per hour. \$290.00

Timekeeper	Rate/HR	Hours	Fees
Edmund S. Pittman	\$450.00	1.2	\$540.00
Sarah B. Boehm	\$450.00	0.7	\$315.00
Daniel F. Blanks	\$375.00	0.9	\$337.50
Susan C. Tarnower	\$350.00	1.2	\$420.00
Matthew T. Gunlock	\$290.00	38.3	\$11,107.00
Charlotte C. Barnett	\$175.00	0.2	\$35.00
TOTAL FEES		42.5	\$12,754.50

Re: Utilities Matters

Our File No. 2055557-0210
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

09/01/09 Revise notice of termination of utilities blocked account and e-mails with debtors' professionals regarding same
Daniel F. Blanks .80 hours at 375.00 per hour. \$300.00

09/01/09 Review, file and arrange for service notice of deadline regarding utilities blocked account
Bryan A. Stark .50 hours at 295.00 per hour. \$147.50

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09/23/09 Correspond with utility creditor regarding
request for utility payments from blocked
account and correspond with debtors'
professionals and review requests for
information needed
Bryan A. Stark 1.30 hours at 295.00 per hour. \$383.50

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Daniel F. Blanks	\$375.00	0.8	\$300.00
Bryan A. Stark	\$295.00	1.8	\$531.00
TOTAL FEES		2.6	\$831.00

Re: Tax Matters
Our File No. 2055557-0240
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

09/02/09 E-mails regarding tax claims and scheduling
meeting to discuss same and next round of
omnibus objections to claims
Douglas M. Foley .30 hours at 550.00 per hour. \$165.00

09/02/09 Respond to e-mails from client representative
(.3); review information from client
representative. (.4); attention to
miscellaneous tax issues on employment tax
protest (2.1)
Craig D. Bell 2.80 hours at 530.00 per hour. \$1,484.00

09/02/09 Research regarding trust fund taxes and
unclaimed property
Erin Q. Ashcroft 1.10 hours at 300.00 per hour. \$330.00

09/03/09 Analysis on offset tax refund issue relating to
employment tax appeal
Craig D. Bell 2.80 hours at 530.00 per hour. \$1,484.00

09/03/09 Continue e-mails with client regarding tax
issues and analyze issues regarding same (.9);
research issues regarding unclaimed property
liability and related issues (1.2)
Daniel F. Blanks 2.10 hours at 375.00 per hour. \$787.50

09/03/09 Research regarding trust fund taxes on
unclaimed property
Erin Q. Ashcroft 3.10 hours at 300.00 per hour. \$930.00

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09/04/09	Continue analysis on IRS offset and withheld refund as to employment tax IRS appeal Craig D. Bell 2.70 hours at 530.00 per hour.	\$1,431.00
09/04/09	Research regarding False Claims Act and personal liability for failure to remit unclaimed property Erin Q. Ashcroft 3.10 hours at 300.00 per hour.	\$930.00
09/08/09	E-mails with in-house tax department regarding multiple tax issues and analyses regarding same and objections Daniel F. Blanks .70 hours at 375.00 per hour.	\$262.50
09/08/09	Research regarding affect of bankruptcy on unclaimed property and distribution of same Erin Q. Ashcroft 4.50 hours at 300.00 per hour.	\$1,350.00
09/09/09	Review material and multiple telephone conferences and e-mails with in-house tax department regarding tax issues and strategies Daniel F. Blanks .90 hours at 375.00 per hour.	\$337.50
09/09/09	Research regarding unclaimed property and Section 347 requirements Erin Q. Ashcroft 2.10 hours at 300.00 per hour.	\$630.00
09/09/09	Research amended returns J. Christian Tennant 3.00 hours at 285.00 per hour.	\$855.00
09/10/09	Analyze strategy regarding objection to certain tax claims and plan treatment regarding same Douglas M. Foley .40 hours at 550.00 per hour.	\$220.00
09/10/09	Research amended returns J. Christian Tennant 2.50 hours at 285.00 per hour.	\$712.50
09/11/09	Continue analysis on tax set off issue and refund claim procedures for SLB tax issue Craig D. Bell 2.70 hours at 530.00 per hour.	\$1,431.00
09/11/09	Prepare for and participate in meetings regarding tax claims and analyze issues regarding same Daniel F. Blanks 4.50 hours at 375.00 per hour.	\$1,687.50
09/14/09	Confirm C. Tennant's analysis on tax refund procedural issue (1.3); provided follow-up analysis required on same by C. Tennant (.4) Craig D. Bell 1.40 hours at 530.00 per hour.	\$742.00

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09/14/09	E-mails with in-house tax department regarding tax issues in disclosure statement and plan and related issues Daniel F. Blanks 1.10 hours at 375.00 per hour.	\$412.50
09/14/09	Research amended returns J. Christian Tennant 2.00 hours at 285.00 per hour.	\$570.00
09/15/09	Analysis on tax statutes for refund claim on SLB and tolling issue Craig D. Bell 1.60 hours at 530.00 per hour.	\$848.00
09/15/09	Begin writing memorandum on amended returns J. Christian Tennant 1.00 hours at 285.00 per hour.	\$285.00
09/16/09	Continue writing memorandum and research amended returns J. Christian Tennant 2.00 hours at 285.00 per hour.	\$570.00
09/17/09	E-mails with in-house parties regarding tax reconciliation and related issues and analyze issues regarding same Daniel F. Blanks .80 hours at 375.00 per hour.	\$300.00
09/23/09	Multiple telephone conferences and e-mails with tax department and others regarding tax claims, tax research and related issues Daniel F. Blanks .80 hours at 375.00 per hour.	\$300.00
09/24/09	E-mails with in-house tax department regarding tax claims and strategies and analyze issues regarding same Daniel F. Blanks .70 hours at 375.00 per hour.	\$262.50
09/25/09	Telephone call with IRS appeals officer (.3); review and respond to client e-mails on pending federal tax matters (.6) Craig D. Bell .90 hours at 530.00 per hour.	\$477.00
09/28/09	Conference call with client tax representative and accounting firm (.8); preliminary analysis on sale leaseback issue and Rev Proc 09-39 (1.1) Craig D. Bell 1.90 hours at 530.00 per hour.	\$1,007.00
09/29/09	Review and respond to e-mails from client representative and client's accounting firm (.6); preliminary analysis on Rev Proc 2009-39 on tenant issue allowances relating to sale-leaseback issue on tax refund claim (1.2) Craig D. Bell 1.80 hours at 530.00 per hour.	\$954.00

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09/30/09 Attention to sale-leaseback tax refund claim
(3.2); attention to set off procedures relating
to employment tax settlement (1.5)
Craig D. Bell 4.70 hours at 530.00 per hour. \$2,491.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$550.00	0.7	\$385.00
Craig D. Bell	\$530.00	23.3	\$12,349.00
Daniel F. Blanks	\$375.00	11.6	\$4,350.00
Erin Q. Ashcroft	\$300.00	13.9	\$4,170.00
J. Christian Tennant	\$285.00	10.5	\$2,992.50
TOTAL FEES		60.0	\$24,246.50

Re: Claims Administration

Our File No. 2055557-0250
Circuit City Contact Michelle Mosier
McGuireWoods Contact Douglas M. Foley

09/01/09 Several e-mails with client and debtors
professionals regarding next round of omnibus
objections to claims and timing of filing same
and review of claims in advance (.9); e-mails
regarding lease rejection damages claim
objection and proper application of rejection
damages cap (.3); analyze issues and review
caselaw regarding jurisdictional issues arising
from PITWD claims and e-mails and conference
call with client and debtors professionals
regarding same, including definition of
"personal injury" and ability of Bankruptcy
Court to enter pre-trial dispositive orders
(2.8)
Douglas M. Foley 4.00 hours at 550.00 per hour. \$2,200.00

09/01/09 Analyze claims for objection and multiple calls
and e-mails with debtors and debtors'
professionals regarding same (2.6); analyze
claim objections and related responses and
multiple calls and e-mails regarding same (2.3)
Sarah B. Boehm 4.90 hours at 450.00 per hour. \$2,205.00

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09/01/09 Multiple telephone conferences and e-mails with parties and claimants regarding omnibus objections to claims and related issues and research issues regarding same and review and analyze claims for future omnibus objections to claims (5.8); telephone conference and e-mails with debtors' professionals regarding claims for rejection damages claims and calculations of the cap on same and related issues (.9)
Daniel F. Blanks 6.70 hours at 375.00 per hour. \$2,512.50

09/01/09 Review proofs of claim regarding omnibus objections
Erin Q. Ashcroft 5.10 hours at 300.00 per hour. \$1,530.00

09/01/09 Retrieve and organize responses to omnibus objections
Linda J. Neilson 1.60 hours at 185.00 per hour. \$296.00

09/01/09 Analyze responses to multiple omnibus objections (3.7); work on chart of responses (1.9)
Karen B. Cain 5.60 hours at 195.00 per hour. \$1,092.00

09/02/09 E-mails regarding forthcoming omnibus objections to claims including LTIP, PTO, Toshiba and analyze issues relating to research on setoff rights and jurisdiction of PITWD claims
Douglas M. Foley 1.40 hours at 550.00 per hour. \$770.00

09/02/09 Analyze exhibits for omnibus claim objection orders and multiple calls and e-mails regarding same (.8); multiple calls and e-mails regarding objection status updates and analyze documents and claims regarding same (3.3); multiple calls and e-mails with claimants and analyze documents and claims regarding same (1.7); research and analyze issues regarding landlord claims (.6)
Sarah B. Boehm 6.40 hours at 450.00 per hour. \$2,880.00

09/02/09 Multiple telephone conferences and e-mails with parties and debtors' professionals regarding omnibus objections to claims and review and analyze claims, pleadings and other items regarding same (2.8); review omnibus claim orders regarding withdrawal of claims and update agendas and statuses regarding same (.9); review responses to omnibus objections regarding status and withdrawal and prepare charts regarding same and analyze strategies

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	regarding same (1.3)		
	Daniel F. Blanks 5.00 hours at 375.00 per hour.		\$1,875.00
09/02/09	Correspond with creditors regarding questions about omnibus objections and warranties (.6); research issues and correspond with debtors' professionals regarding omnibus objection issues (1.5)		
	Bryan A. Stark 2.10 hours at 295.00 per hour.		\$619.50
09/02/09	Review and analyze proofs of claim regarding omnibus objections		
	Erin Q. Ashcroft 2.10 hours at 300.00 per hour.		\$630.00
09/02/09	Review exhibits to orders for omnibus objection twenty-nine and review omnibus objection orders and chart withdrawn objections		
	Linda J. Neilson 3.10 hours at 185.00 per hour.		\$573.50
09/02/09	Analyze responses to omnibus objections (.7); work on chart of objection responses (1.2)		
	Karen B. Cain 1.90 hours at 195.00 per hour.		\$370.50
09/03/09	E-mails with client and debtors professionals regarding status of preparation and claims review for omnibus claims objections, including 503b9 outside of twenty days, PTO and incentive plan claim objections		
	Douglas M. Foley 1.20 hours at 550.00 per hour.		\$660.00
09/03/09	Analyze responses to omnibus objections, claims, proposed orders and related documents and multiple calls and e-mails regarding same (4.2); multiple e-mails regarding satisfied and paid claim review (.4); multiple calls and e-mails regarding pending and future omni claim objections and analyze documents and claims regarding same (2.3)		
	Sarah B. Boehm 6.90 hours at 450.00 per hour.		\$3,105.00
09/03/09	Continue attention to omnibus objections to claims, review claims for objection, analyze issues regarding omnibus objections and multiple telephone conferences and e-mails with parties regarding omnibus objections to claims and related issues regarding same		
	Daniel F. Blanks 5.80 hours at 375.00 per hour.		\$2,175.00

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09/03/09	Research and draft memorandum regarding various omnibus objections issues (4.3); correspond with debtors' professionals regarding future omnibus objections to claims (1.0) Bryan A. Stark 5.30 hours at 295.00 per hour.	\$1,563.50
09/03/09	Research regarding Rule 7081 and claim preclusion of preference claims Erin Q. Ashcroft 2.70 hours at 300.00 per hour.	\$810.00
09/03/09	Analyze responses to multiple omnibus objections (1.2); chart responses for breakdown to professionals (1.1) Karen B. Cain 2.30 hours at 195.00 per hour.	\$448.50
09/04/09	Numerous e-mails with client and debtors professionals regarding status of omnibus claim objections and analyze issues relating to personal injury tort and wrongful death claims Douglas M. Foley 1.70 hours at 550.00 per hour.	\$935.00
09/04/09	Analyze responses to claim objections, claims and related documents and multiple calls and e-mails regarding claim objection orders (2.9); research regarding 502(b)(6) (2.8) Sarah B. Boehm 5.70 hours at 450.00 per hour.	\$2,565.00
09/04/09	Continue attention to omnibus objections to claims and related issues and continue research issues regarding same and continue review and analyze claims, pleadings, notices and other issues regarding same and continue draft omnibus objections to claims regarding same and multiple telephone conferences and e-mails with debtors' professionals regarding same Daniel F. Blanks 4.90 hours at 375.00 per hour.	\$1,837.50
09/04/09	Draft omnibus objection to paid time off claims (1.5); draft memorandum to file regarding omnibus objections (1.0) Bryan A. Stark 2.50 hours at 295.00 per hour.	\$737.50
09/04/09	Research regarding failure to remit unclaimed property to state Erin Q. Ashcroft 2.60 hours at 300.00 per hour.	\$780.00
09/04/09	Research bankruptcy court docket for responses to omnibus objections (.6); work on chart of responses (.5) Karen B. Cain 1.10 hours at 195.00 per hour.	\$214.50